

USDC SDNY DOCUMENT ELECTRONICALLY FILED DOC #: DATE FILED: 05/30/2023

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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JOE SUNSHINE TRADING LLC,	:	
	:	
Plaintiff,	:	
-against-	:	
	:	23-CV-4444 (VEC)
	:	
SHANGHAI TO-MAX TEXTILE CO., LTD.,	:	<u>ORDER</u>
NEW WAVE FASHION INC., TOP FASHION	:	
GROUP INC., GLORY VICTORY TRADING	:	
LIMITED,	:	
	:	
Defendants.	:	
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VALERIE CAPRONI, United States District Judge:

WHEREAS on May 26, 2023, Joe Sunshine Trading LLC (“Plaintiff”) filed a Complaint against Shanghai To-Max Textile Co., Ltd., New Wave Fashion Inc., Top Fashion Group Inc., and Glory Victory Trading Limited (“Defendants”); Compl., Dkt. 1;

WHEREAS Plaintiff alleges that the Court’s subject-matter jurisdiction in this matter is premised on diversity, *id.* ¶ 16;

WHEREAS the citizenship of a corporation for diversity purposes is determined by the corporation’s place of incorporation and principal place of business, *see In re Balfour MacLaine Int’l Ltd.*, 85 F.3d 68, 76 (2d Cir. 1996);

WHEREAS a limited liability company has the citizenship of its members, *see Jean-Louis v. Carrington Mortg. Servs., LLC*, 849 F. App’x 296, 298 (2d Cir. 2021);

WHEREAS a complaint premised upon diversity of citizenship must allege the citizenship of natural persons who are members of an LLC and the place of incorporation and principal place of business of any corporate entities that are members of the LLC (including the citizenship of any members of the LLC that are themselves LLCs), *see Handelsman v. Bedford*

Vill. Assocs. L.P., 213 F.3d 48, 51–52 (2d Cir. 2000); *see also, e.g., In re Bank of Am. Corp. Sec., Derivatives, and ERISA Litig.*, 757 F. Supp. 2d 260, 334 n.17 (S.D.N.Y. 2010);

WHEREAS the Complaint alleges that Plaintiff is a limited liability company “formed in” New York with a principal place of business in New York, *see* Compl. ¶¶ 1, 7;

WHEREAS the Complaint does not allege Plaintiff’s state of incorporation or the citizenships of its members;

WHEREAS the Complaint alleges that Defendants are foreign corporations or limited liability companies owned by Chinese nationals and located and “formed” or incorporated in China, California, or the British Virgin Islands, *see id.* ¶¶ 2, 8–14;

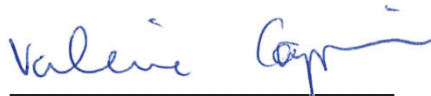
WHEREAS the Complaint specifically alleges that both Shanghai To-Max Textile Co., Ltd. (“Shanghai To-Max”) and Glory Victory Trading Limited (“Glory Victory”) are limited liability companies, *see id.* ¶¶ 8, 11; and

WHEREAS the Complaint does not allege the states of incorporation of Shanghai To-Max or Glory Victory and does not allege the states of incorporation of their members;

IT IS HEREBY ORDERED that by no later than **Monday, June 5, 2023**, Plaintiff must file an amended complaint that cures the deficiencies described herein or the Complaint will be dismissed without prejudice for lack of subject matter jurisdiction.

SO ORDERED.

Date: May 30, 2023
New York, New York



VALERIE CAPRONI
United States District Judge